



**A RESOLUTION
BY FINANCE/EXECUTIVE COMMITTEE**

04- R -1884

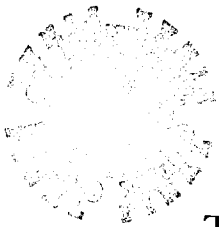
A RESOLUTION TO AUTHORIZE THE CITY ATTORNEY TO EXECUTE A RETAINER AGREEMENT WITH THE LAW FIRMS OF SUTHERLAND ASBILL & BRENNAN AND THOMAS, KENNEDY, SAMPSON & PATTERSON TO SERVE AS CO-BOND AND DISCLOSURE COUNSEL TO THE CITY OF ATLANTA IN CONNECTION WITH CERTAIN AVIATION PUBLIC FINANCE TRANSACTIONS SERIES 2004 F-M; TO AUTHORIZE THE CHIEF FINANCIAL OFFICER TO CAUSE PAYMENT TO BE MADE FOR FEES AND COSTS FOR SERVICES RENDERED PURSUANT TO SAID RETAINER AGREEMENT IN AN AMOUNT NOT TO EXCEED \$600,000.00 PLUS ACTUAL EXPENSES; AND FOR OTHER PURPOSES.

Whereas, Section 2-991 of the Code of Ordinances of the City of Atlanta prescribes certain procedures for the selection and recommendation of Bond Counsel for the City of Atlanta to the Atlanta City Council; and

Whereas, the City Attorney solicited written proposals from qualified law firms to serve as Bond Counsel in for the City for a term of two years with an option to renew that engagement for an additional two years, in connection with the issuance bonds and notes to finance the expansion and development related to the Hartsfield Development Plan; and

Whereas, based upon the competitive selection process, the law firms of Sutherland, Asbill & Brennan and Thomas, Kennedy, Sampson & Patterson submitted the most responsive proposals; and

Whereas, the selection of Sutherland, Asbill & Brennan and Thomas, Kennedy, Sampson & Patterson as bond counsel for Aviation Finance



Transactions has previously been approved by legislation of this Council; and

Whereas, pursuant to an ordinance adopted by the City Council on January 11, 2000, the City approved a capital improvement program of construction, renovation and expansion of Hartsfield Jackson International Airport (the "Capital Improvement Plan"); and

Whereas, a portion of the Capital Improvement Plan includes the planning, engineering, design, acquisition, equipping and construction of (i) Airport taxiways, (ii) other airfield projects, (iii) certain portions of the Maynard H. Jackson, Jr. International Terminal and associated access, roadway and parking projects, (iv) additions and improvements to the existing central passenger terminal complex, and (v) additions and improvements to the consolidated rental car facility, including certain access and roadway projects (the "2004F-M Project"); and

Whereas, it has been determined that additional funds are needed to finance or refinance the 2004F-M Project, including General Airport Revenue Bonds, Series 2004F and Series 2004G, Series 2004H (Auction Rate Securities) and Series 2004I (Auction Rate Securities), Airport Passenger Facility Charge and Subordinate Lien General Revenue Bonds, Series 2004J and Series 2004K, Series 2004L (Auction Rate Securities) and Series 2004M (Auction Rate Securities); and

Whereas, there is a need for bond and disclosure counsel services related to an anticipated issuance of this approximately \$1,000,000,000.00 of auction rate, fixed rate, general airport revenue bonds ("GARB") and passenger facility charge ("PFC") debt ; and

Whereas, in light of dynamic world events, shifting economic conditions, fluctuating interest rates, widely varying airport traffic patterns and changes in the municipal bond market, the effort required from bond/disclosure counsel in this issuance is dramatically greater than that usually demanded from such professionals; and

Whereas, the City Attorney now recommends that a retainer agreement be executed with the law firms of Sutherland, Asbill & Brennan and Thomas, Kennedy, Sampson & Patterson to provide the services described above.



THE COUNCIL OF THE CITY OF ATLANTA, GEORGIA hereby resolves that the City Attorney is authorized to execute a retainer agreement with the law firms of Sutherland, Asbill & Brennan and Thomas, Kennedy, Sampson & Patterson to serve as Bond and Disclosure Counsel to the City of Atlanta in connection with the issuance of certain variable, fixed rate, general airport ("GARB") and passenger facility charge ("PFC") Series 2004 F-M Airport Bonds in an approximate amount of \$1,000,000,000.

BE IT FURTHER RESOLVED that the Chief Financial Officer is hereby authorized to cause payment to be made for all legal fees in an amount not to exceed \$600,000 for Bond Counsel and Disclosure Counsel Services, plus expenses and costs due for legal services in connection with said Series 2004 F-M Airport bond issue; such amounts to be paid from the proceeds of the 2004 Airport Bond Issue.

A true copy,

Rhonda Daughlin Johnson
Municipal Clerk, CMC

ADOPTED by the Council
APPROVED by the Mayor

NOV 01, 2004
NOV 05, 2004

RCS# 6199
11/01/04
1:42 PM

Atlanta City Council

Regular Session

CONSENT I

CONSENT I PGS 3-15

ADOPT

YEAS: 11
NAYS: 0
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 3

Y Smith	B Archibong	Y Moore	Y Mitchell
Y Starnes	B Fauver	B Martin	Y Norwood
Y Young	Y Shook	Y Maddox	Y Willis
Y Winslow	Y Muller	NV Sheperd	NV Borders

CONSENT I

		11-01-04 Council Meeting
ITEMS ADOPTED ON CONSENT	ITEMS ADOPTED ON CONSENT	ITEMS ADVERSESED ON CONSENT
1. 04-O-1626 2. 04-O-1795 3. 04-O-1796 4. 04-O-1828 5. 04-O-1819 6. 04-O-1929 7. 04-O-1758 8. 04-O-1932 9. 04-O-1430 10. 04-O-1926 11. 04-O-1885 12. 04-O-1937 13. 04-O-1941 14. 04-R-1893 15. 04-R-1894 16. 04-R-1895 17. 04-R-1916 18. 04-R-1917 19. 04-R-1918 20. 04-R-1920 21. 04-R-1896 22. 04-R-1897 23. 04-R-1898 24. 04-R-1899 25. 04-R-1930 26. 04-R-1884 27. 04-R-1886 28. 04-R-1888 29. 04-R-1889 30. 04-R-1890 31. 04-R-1891 32. 04-R-1928 33. 04-R-1938 34. 04-R-1870 35. 04-R-1871 36. 04-R-1874 37. 04-R-1945	38. 04-R-1878 39. 04-R-1940 40. 04-R-1908 41. 04-R-1909 42. 04-R-1910 43. 04-R-1911 44. 04-R-1912 45. 04-R-1913 46. 04-R-1914 47. 04-R-1915	48. 04-R-1162 49. 04-R-1172 50. 04-R-1178 51. 04-R-1782 52. 04-R-1900 53. 04-R-1901 54. 04-R-1902 55. 04-R-1903 56. 04-R-1904 57. 04-R-1905 58. 04-R-1906 59. 04-R-1907

04-1884

(Do Not Write Above This Line)

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ADOPTED BY

NOV 01 2004

COUNCIL

- ☐ CONSENT REFER
- ☐ REGULAR REPORT REFER
- ☐ ADVERTISE & REFER
- ☐ 1st ADOPT 2nd READ & REFER
- ☐ PERSONAL PAPER REFER

Date Referred

Referred To:

Date Referred

Referred To:

Date Referred

Referred To:

First Reading

Committee _____
Date _____
Chair _____
Referred To _____

FINANCE/EXECUTIVE
Date 10-29-04
Chair _____

Action
Fav, Adv, Hold (see rev. side)
Other _____

Members

H. J. Shuck
Chair

Refer To

Committee

Date

Chair

Action
Fav, Adv, Hold (see rev. side)
Other _____

Members

Refer To

Committee

Date

Chair

Action
Fav, Adv, Hold (see rev. side)
Other _____

Members

Committee

Date

Chair

Action
Fav, Adv, Hold (see rev. side)
Other _____

Members

Refer To

Refer To

FINAL COUNCIL ACTION

- ☐ 2nd ☐ 1st & 2nd ☐ 3rd
- Readings
- ☒ Consent ☐ V Vote ☒ RC Vote

CERTIFIED

NOV 01 2004

ATLANTA CITY COUNCIL PRESIDENT

MUNICIPAL CLERK

MAYOR'S ACTION

MAYOR